

MID CITY WEST COMMUNITY COUNCIL

MOTION OF THE BYLAWS/GRIEVANCE COMMITTEE  
TO BE PRESENTED TO THE BOARD OF DIRECTORS ON MARCH 10, 2009

The Bylaws Committee moves that Article V, sections 12 and 13 be amended as follows:

**Delete** Article V, 12 and 13, which presently state:

12. **DUTY TO NOTIFY SECRETARY OF ABSENCES.** Board members shall notify the Secretary at least Forty-eight (48) hours in advance of their anticipated absence at a scheduled meeting. Such notice shall be made by telephone, facsimile, e-mail or other method reasonably calculated to reach the Secretary at least Forty-eight (48) hours in advance of the meeting. If good and sufficient reason is given why such notice cannot be given, notice may be waived in the reasonable discretion of the Chairperson.

13. **UNEXCUSED ABSENCES; REMOVAL.** Notwithstanding the above, a Board member who fails to attend three consecutive regular meetings of that Board or four regular meetings of that Board within a twelve-month [sic] period may be removed by affirmative vote of the Board, unless excused from attendance in the reasonable discretion of the Chairperson.

**Insert in place of the above:**

12. **DUTY TO GIVE NOTICE OF ABSENCES.**

A Board or committee member shall give notice of his or her anticipated absence from a scheduled meeting at least forty-eight hours in advance of that meeting. In the case of absence from a Board meeting, the board member shall notify the Secretary. In the case of a committee meeting, the committee member, whether or not the member is also a Board member, shall notify the committee chairperson. The Board or committee member shall give notice by telephone, fax, e-mail or other method reasonably calculated to reach the Secretary or the committee chairperson.

If the member gives such notice, the absence shall be deemed excused, unless the Board Chairperson or the committee chairperson determines that the member did not have good cause for being absent. If the member fails to give such notice, the absence shall be deemed unexcused, unless the Board Chairperson or the committee chairperson determines that the member had good cause for not giving notice and for being absent.

13. **REMOVAL FOR UNEXCUSED ABSENCES.** If a Board member is absent from three consecutive Board or committee meetings, or any combination thereof, or from four such meetings in a twelve month period, the Board may remove the member from the Board by majority vote of Board members present at a meeting at which a quorum is present. If a committee member who is not also a Board member is absent from three consecutive committee meetings, or from four such meetings in a twelve month period, such committee member

may be removed by the Board Chairperson, with concurrence from the committee chair. This paragraph is concerned only with unexcused absences.

## **BACKGROUND**

On September 14, 2004, the Board of directors passed the following motion:

“Move that MCW Chairperson direct the Bylaws committee to create a standing rule or amend the Bylaws, to include committee meeting attendance in addition to board meeting attendance, in the board member’s attendance records for which the three consecutive unexcused absences (four unexcused absences within a year) applies.”

On April 12, 2005, the Board of Directors passed the following motion:

The Bylaws Committee moves that Article V, sections 11 and 12 be amended as follows:

**Delete** Article V, 11 and 12, which presently state:

11. **DUTY TO NOTIFY SECRETARY OF ABSENCES.** Board members shall notify the Secretary at least Forty-eight (48) hours in advance of their anticipated absence at a scheduled meeting. Such notice shall be made by telephone, facsimile, e-mail or other method reasonably calculated to reach the Secretary at least Forty-eight (48) hours in advance of the meeting. If good and sufficient reason is given why such notice cannot be given, notice may be waived in the reasonable discretion of the Chairperson.

12. **UNEXCUSED ABSENCES; REMOVAL.** Notwithstanding the above, a Board member who fails to attend three consecutive regular meetings of that Board or four regular meetings of that Board within a twelve-month [sic] period may be removed by affirmative vote of the Board, unless excused from attendance in the reasonable discretion of the Chairperson.

**Insert in place of the above:**

### **11. DUTY TO GIVE NOTICE OF ABSENCES.**

A Board or committee member shall give notice of his or her anticipated absence from a scheduled meeting at least forty-eight hours in advance of that meeting. In the case of absence from a Board meeting, the board member shall notify the Secretary. In the case of a committee meeting, the committee member, whether or not the member is also a Board member, shall notify the committee chairperson. The Board or committee member shall give notice by telephone, fax, e-mail or other method reasonably calculated to reach the Secretary or the committee chairperson.

If the member gives such notice, the absence shall be deemed excused, unless the Board Chairperson or the committee chairperson determines that the member did not have good cause for being absent. If the member

fails to give such notice, the absence shall be deemed unexcused, unless the Board Chairperson or the committee chairperson determines that the member had good cause for not giving notice and for being absent.

**12. REMOVAL FOR ABSENCES.** If a Board member is absent from three consecutive Board or committee meetings, or any combination thereof, or from four such meetings in a twelve month period, the Board may remove the member from the Board by majority vote of Board members present at a meeting at which a quorum is present. If a committee member who is not also a Board member is absent from three consecutive committee meetings, or from four such meetings in a twelve month period, such committee may be removed by the Board Chairperson.

The motion above was passed by the Board and never submitted to DONE. The 2008-09 Bylaws/Grievance Committee reconsidered the motion and decided to approve it in a slightly different form, clarifying that section 13 apply to unexcused absences only, and adding that removal would be by the Board Chairperson, with concurrence of the committee chair .

**GOAL:**

To foster responsible conduct by all persons elected or appointed to make decisions on behalf of the MCW community by imposing reasonable attendance requirements.

**OBJECTIVES:**

- (1) Place a reasonable limit on the number of allowable absences;
- (2) Ensure that both elected Board members and appointed stakeholders are held to the same standard of conduct, commensurate with the fact that they have equal voting rights on the bodies they serve;
- (3) Emphasize that committee participation is as important a duty as Board participation.

**Cost:** None

**Vote:** 3 to 0.

**Majority View:**

After considering issues of procedure and fairness to Board members, non-board member appointees and MCW's duty to the community, the Committee has reconsidered and modified earlier drafted provisions that reflect the importance of committee as well as board attendance and ensure that all persons authorized to vote on matters affecting the community be held to the same standards relating to attendance and removal.

**Minority View:**